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ABSTRACT

The roles of the board chairperson and president of a college or university and their joint leadership responsibilities are discussed in this pamphlet. The chairperson's primary role is to represent and symbolize the final legal authority, responsibility, and continuity of the institution. An important responsibility of the chairperson is to lead the board in continuous evaluation of its effectiveness. In coordination with the president, the chairperson must also lead the board in meeting its obligation to communicate board policies and decisions to the institution and to the public. The chairperson must be a skillful spokesperson for the institution and provide leadership in resource acquisition and allocation and institutional planning. Two principal functions of the president in relation to the board are to inform or advise and to implement policies recommended by the board. The president must serve as the main communications link between the board and the faculty and students. Selection and evaluation processes for the two leaders and personal attributes ideally needed to work successfully as a team are discussed. Joint responsibilities of the two leaders include working with the board, preparing the agenda of board meetings, dealing with situations that require policy formulation or interpretation, and working out collective bargaining problems. (SW)

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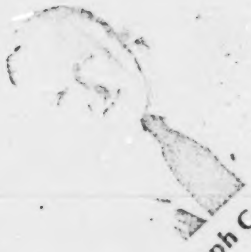

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The Board Chairperson and the President

"he or she must do the most preparation in advance of meetings, must put in the most hours outside meetings, must take the most pains"

"While the president may be responsible for the management of the institution, the president and board chairperson are jointly responsible for the leadership of the institution." This apt summary of the two roles was made by George N. Rainsford, president of Kalamazoo College, in addressing an AGB seminar in St. Louis in 1976.

The idea for this booklet, as well as most of the ideas contained in it, grew out of the series of seminars underwritten by the Lilly Endowment that AGB conducted for presidents and board chairpersons in 1976-77 of which the St. Louis meeting was one.

Management is a day-to-day, week-to-week function, encompassing the thousand details of ongoing operations, many routine, some unexpected, varying in weight and substance, some demanding decisions, even difficult decisions, often urgently. To make the right choices in daily management a president needs a supportive background of policy and philosophy that enjoys consensus among the institution's constituencies: faculty, students, alumni, community, government. All need to be heard from, through effective channels, at sufficiently frequent intervals. When they have been heard, policy is made and philosophy articulated by the governing board.

In this unending process, president and board chairperson must exercise their joint leadership.

1. The chairperson's role

The primary role of the chairperson is to represent and symbolize the final legal authority, responsibility and continuity of the institution. This role is reflected in the act of chairing the board meetings. As "premier trustee," the most knowledgeable and hardest working member on the board, always accessible to fellow members and to those who have business with the board, he or she must do the most preparation in advance of meetings, must put in the most hours outside meetings, must take the most pains to keep abreast of the changing problems and potentialities of the institution and of higher education. Daniel Kucera, board chairman of Illinois Benedictine College, even suggests that a board chairperson could profitably devote full time to the job. Few insist on that, but adequate time is a must. Community colleges sometimes provide office space on campus, but this is rare among private four-year institutions whose boards meet much less often. And it may be a questionable practice in any event.

Should a chairperson's term of office be fixed, or limited to a number of terms, to ensure reasonable turnover? This question is probably best dealt with through bylaws. There are good arguments on both sides of the issue, but there appears to be a trend toward providing for more turnover in the chair as well as other board posts.

A chairperson's first and most important single responsibility is to lead the board in continuous evaluation of its effectiveness. He or she can lead best, one president points out, if he or she is perceived as "someone who deserved the job." In the case of the private institution, leadership must begin with the board's own composition. In

"the chairperson must know individual board members and be aware of what they are likely to want to have discussed"

"you must supply solid recommendations, but you must accept the fact that the board will, on occasion, reject them"

George Rainsford's words, "In consultation with the president the chairperson must assume responsibility for the quality and mix of the board, making sure that the composition is appropriate to the needs of the institution and not just to some abstract model."

To which John W. Pocock, board chairperson of The College of Wooster, adds that the chairperson must know individual board members and be aware of what they are likely to want to have discussed, in order to prevent awkward surprises at meetings.

Guide but not dominate

Myron F. Wicke, board chairman at Wiley College, adds: "A conscientious chairperson will guide but not dominate board meetings." The trick is presiding in such a way as to encourage effective discussion, in other words, discussion that leads to proper action, and perceiving when the time has come to move the discussion to resolution.

The board chairperson must also lead the board, again in concert with the president, in meeting its obligation to communicate board policies and decisions both to the institution and to the public.

Often someone of high community visibility, the chairperson must be prepared to speak out for the board on the larger issues. This calls for an ability to articulate ideas for the news media, and to assure that the articulation is in the best interest of the institution.

Finally, the chairperson has important responsibilities within the institution, notably two significant functions in cooperation with the president: one, the exercise of leadership in resource acquisition and resource allocation; and two, through gentle but firm persuasion, the rendition of assistance not only to the board but to the administration in confronting the hard issues of institutional mission and planning, with recognition and evaluation of long-term consequences.

2. The president's role in respect to the board

There are two principal functions of the chief executive officer in relation to the board: to inform or advise; and to implement policy decided by the board.

Under these two broad responsibilities the president must do a number of things that will inevitably bring close contact with the board chairperson. In informing and advising, he or she will variously be defending ongoing activities, proposing new ones, or recommending that old ones be dropped. In the first case the president will need the chairperson's aid in making sure that the ongoing activities are thoroughly understood and accepted by new and old board members; in the second and third cases help will be needed in educating and persuading.

J. Robert Barr, former chairperson of the Illinois Board of Regents, supplies this reminder to chief executive officers: "Give leadership, but keep in mind that the board doesn't expect to be a rubber stamp. You must supply solid recommendations, but you must accept the fact that the board will, on occasion, reject them."

In implementing the board's policy decisions the president will again need

"different styles, abilities and weaknesses which complement each other will serve the institution better than would identical ones"

"a president and board chairperson should, if possible, be free to argue issues on a trial-balloon basis"

the close support of the chairperson, especially in the case of necessary but unpopular decisions.

The president must serve as the central communications link between the board on the one hand and faculty and students on the other. Presence of faculty or students on the board or on board committees, or the existence of other mechanisms, may relieve some of this presidential burden, but much of it will always remain, and here again the chairperson's support will often be needed.

Selection and Evaluation

Nearly always, the two leaders will reciprocally participate in the process by which the other is appointed. The chairperson may head or be on the presidential search committee, or may help draft its guidelines. It is virtually inconceivable that the final choice will be made without the chairperson's affirmation. Similarly, when the chairperson's position becomes vacant the president is likely to exert influence in favor of someone possessing the necessary qualifications—including compatibility. Hopefully both will realize that different styles, abilities and weaknesses which complement each other will serve the institution better than would identical ones.

Presidential evaluation, like board evaluation, will naturally bring president and chairperson together in planning and implementation. There are wide divergences in practice and theory of both presidential and board evaluation—e.g., ongoing versus periodic—but the participation of the two leaders is a foregone conclusion.

The successful team

What characteristics should the two leaders ideally find in each other? Presidents whom we asked about the most important virtues of a chairperson named diplomacy, candor, common sense, good humor, patience and dedication. Chairpersons answering the same question about the president mentioned honesty, openness, and the ability to listen, and one added: "Our president enjoys his job and has the ability to communicate his enjoyment, and I think that's important."

Given such personal attributes, the two leaders should have a successful and even, despite the inevitable tensions of their work, a congenial relationship. "We have lunch in advance of every meeting," says one president of a major university. "Besides that there are the phone calls—at least two a month, even if just to say hello, and when something heats up, two or three a week."

C. Peter Magrath, president of the University of Minnesota, calls attention to the "sunshine laws," whose open meeting requirements vary from state to state. He recommends that a president and board chairperson should, if possible, be free to argue issues on a trial-balloon basis before presenting them to the board. They should naturally let each other know in advance about vacations or other extended absences, but this brings up a problem.

During a president's absence should a chairperson be free to contact the president's subordinates and staff for information? Robert A. Hornby, trustee and former board chairperson of the California State University and

"Give Mr. X any information he needs. Just let me know too, and if possible find out why he wants it."

"the president and chairperson commonly prepare the agenda of meeting."

College says yes: "The chairperson's relation with the chief executive officer should be sufficiently comfortable that he or she can go directly to the principals of the CEO's staff for general information and specific facts. However, the CEO should always be informed of what the chairperson is asking for and why."

A president confirms with this story: "An assistant dean phoned me to tell me the chairperson of my board was asking for a certain piece of information, and he had stalled until he could check with me. I told him, 'Give Mr. X any information he needs. Just let me know too, and if possible find out why he wants it.'" On this same subject, some participants in the seminars felt that the college business officer should report to the board; the best arrangement would seem to be for the chairperson and the appropriate committee chairpersons, such as Budgets and Investments, to have access to the business officer's data and ideas.

A regular memo from the president, or in larger institutions or systems a newsletter, can be a convenient way of keeping the whole board informed, but should not of course preclude regular communication from the chairperson to the board. Daniel L. Schlafly, board chairperson of St. Louis University, adds an important caveat: the president must take precautions to make sure that information on controversial subjects doesn't go out to the media before board members are provided with it. This mistake created problems in many places during the student protests.

A complementary caution: chairpersons must listen to faculty, students and other administrators but resist the temptation to respond to queries from these sources and from the news media until sure of the facts and confident of the president's agreement on the issue.

Joint responsibilities

In private institutions especially, the president and chairperson usually assume chief responsibility for the composition of the board, working with the nominating committee where such exists. They know the board and they know the institution, and the ingredients the one needs to make it better serve the other.

A logical sequel is that they jointly provide for the orientation of new board members. They also must take the responsibility for the continuing orientation of old board members through trustee retreats, AGB Board-Mentor workshops and other mechanisms.

In conducting the ongoing business of the board, the president and chairperson commonly prepare the agenda of meetings, sometimes with the participation of staff. At larger institutions the professional staff board secretary may also play a key role in the mechanics of board operation and agenda development.

Board committee structure is also a joint responsibility. Chairpersons of committees especially need to be chosen not only for their competence in the field but for their ability to keep the board chairperson and president informed.

Where there is an executive committee the two leaders will naturally

"The onset of collective bargaining in some institutions has brought another dimension to president-board cooperation."

serve on it, and will contribute the most to determining its role and how it will function. (Whether the president is a voting board member or an ex officio member, this statement holds true.)

Chairperson and president will naturally assume a joint responsibility in dealing with a wide range of external and internal forces that impinge on the board, from federal government regulations to student and faculty demands that require policy formulation or interpretation.

The onset of collective bargaining in some institutions has brought still another dimension to president-board cooperation. There are, for example, certain measures an administration can take to discourage unionism, but prudence dictates that these should only be taken after full consultation between administration and board.

Ray Howe, an administrator with extensive experience, recommends that when bargaining begins a chief negotiator should be appointed by the board on the president's recommendation, and armed with a set of economic limits mandated by the institution's needs as well as resources—figures, in other words, that the president and chairperson should be expected to agree on.

During negotiations the president will always be close to developments, and the chairperson must supply the two-way informational link—from president to board and from board to president.

A happy marriage, plus . . .

John Whitehead, chairman of the Haverford College Board, answers the question of "What makes a successful

"Board chairmen should always be grooming someone to take their places."

president-chairperson relationship?" by saying, "It's like asking what makes a happy marriage." Compatibility isn't easy to define, but perhaps the most important ingredients for any kind of successful partnership are good faith and good communication between the partners. Mutual respect and the ability to listen to what the other person says will go a long way toward guaranteeing a productive joint enterprise.

To which George Rainsford adds: "Unlike a marriage, however, both president and chairman must realize that there is an entity larger than either of them which they serve—the institution. Board chairmen should always be grooming someone to take their places in the same way that presidents should be developing leadership under them within the institution.

"They must always be ready to accept and be prepared for the occasion and in fact the necessity for them to step out of the marriage, knowing that the institution will have both the necessary change and the indispensable continuity."

This booklet is the eighth in a series, AGB Pocket Publications, designed to give both new and experienced trustees concise, summary information on subjects and issues of high significance to governing boards.

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